

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

MCGRAW-HILL GLOBAL EDUCATION HOLDINGS, LLC, PEARSON EDUCATION, INC., CENGAGE LEARNING, INC., AND ELSEVIER, INC.

Plaintiffs,

v.

MEHUL MATHRANI, INDIA US EXPRESS INC., UNITED WORLDWIDE COURIER INC., ANKUSH SHARMA, ANSHOO SHARMA, IBESTBARGAINS, LLC, and DOES 1-10.

Defendants.

Civil Action No. 1:16-cv-08530-WHP

DECLARATION OF MICHAEL CANDORE

I, Michael Candore, hereby declare pursuant to 28 U.S.C § 1746 that the following statements are true and correct to the best of my personal knowledge and belief:

1. I am employed as the Manager, Intellectual Property Enforcement, at Oppenheim + Zebrak, LLP (“O+Z”), which represents Plaintiffs McGraw-Hill Global Education Holdings, LLC (“MHE”), Pearson Education, Inc. (“Pearson”), Cengage Learning, Inc. (“Cengage”), and Elsevier, Inc. (“Elsevier”; collectively with MHE, Pearson, and Cengage, “Publishers”) in the above-captioned matter. I submit this declaration in support of Publishers’ Opposition to Defendant IBestBargains LLC’s (“IBB”) Motion to Dismiss the Second Amended Complaint.

2. I have been employed by O+Z since 2012. My responsibilities focus on supporting litigation and enforcement of the intellectual property rights of O+Z’s clients, including investigating physical and online piracy of Publishers’ textbooks.

3. I have knowledge of the facts stated herein based upon personal knowledge and

my investigation and review of the documents and information referenced herein. If called upon to do so, I am able to testify competently regarding this matter.

PUBLISHERS' INVESTIGATION OF IBB'S UNLAWFUL ACTIVITY

Counterfeit Textbooks Received from IBB via Purchases Made on Online Marketplaces

4. On behalf of Publishers, O+Z actively monitors the domestic and international markets for unauthorized printing and distribution of Publishers' textbooks; i.e., the manufacture and sale of counterfeit textbooks. As a means of protecting Publishers against counterfeits, I, and others acting at my direction, regularly purchase inventory from third-party sellers on online marketplaces, such as Amazon.com. Often, we make these purchases using pseudonyms to avoid detection. As part of this enforcement effort, I, and members of my team, purchased several counterfeit textbooks from third-party sellers on Amazon.com, Biblio.com, and Abebooks.com that were distributed by IBB.

5. On December 14, 2016, a member of my team purchased *Economics: Private and Public Choice*, 15th edition, published by Cengage, from the third-party seller "AdimonBooks," later renamed "Tom & Jerry BookStore" on Amazon.com. A true and correct copy of the purchase confirmation is attached hereto as **Exhibit 1**. Upon receipt, I or a member of my team, catalogued the book (and applied Bates No. EPEG-0577). We noted that the packaging that the book came in identified the shipper's address as 11210 Steeplecrest Drive, #206, Houston, TX 77065. EPEG-0577 was subsequently inspected by Cengage's Manager of Global Anti-Piracy, Jessica Stitt, who confirmed that the copy of *Economics: Private and Public Choice* labeled EPEG-0577 was counterfeit. Cengage then returned EPEG-0577 to O+Z for storage.

6. On December 20, 2016, I purchased *Computer Organization and Design*, 5th edition, published by Elsevier, from the third-party sellers "Genuine Book Store" and "UNIQUE

USA STOCK" on Amazon.com. A true and correct copy of the purchase confirmations are attached hereto as **Exhibit 2**. We noted that the packaging from one of the books identified the shipper's address as 11210 Steeplecrest Drive, #206, Houston, TX 77065. I or a member of my team catalogued the books and applied Bates No. EPEG-0674 to this book. We sent EPEG-0674 to Julie Adams, a Senior Manufacturing Controller for Elsevier, who confirmed that the copy of *Computer Organization and Design* labeled EPEG-0674 was counterfeit. Elsevier then returned EPEG-0674 to O+Z for storage.

7. After conducting initial research, which identified IBB as the business located at 11210 Steeplecrest Drive, #206, Houston, TX 77065, O+Z hired an investigator to visit the premises and confirm our initial findings. The investigator did indeed confirm that IBB had an office at the address and took pictures documenting his investigation. In particular, the investigator sent a picture of the office door identifying IBB, a DHL door tag for a package to be delivered to IBB Managing Member, Chanana Deepali, and a box of packaged books waiting for USPS pick-up. Like the packages containing the counterfeits O+Z received from IBB, the package awaiting pick-up identified the shipper's address as 11210 Steeplecrest Drive, #206, Houston, TX 77065. True and correct copies of the pictures described above are attached hereto as **Exhibit 3**.

8. The above two counterfeit books are identified in the Second Amended Complaint, ¶ 45.

9. After Plaintiffs filed the Second Amended Complaint, we received additional counterfeit textbooks from IBB through similar online test purchases.

10. On January 10, 2017, a member of my team purchased *Data Mining: Concepts and Techniques*, 3rd edition, published by Elsevier, from the third-party seller "BooksHQ" on

Biblio.com. A true and correct copy of a screenshot from the listing corresponding to this purchase is attached hereto as **Exhibit 4**. Upon receipt, I or a member of my team, catalogued the book (and applied Bates No. BCG-TB-0305). We noted that the packaging that the book came in identified the shipper's address as 11210 Steeplecrest Drive, #206, Houston, TX 77065. We sent BCG-TB-0305 to Julie Adams at Elsevier, who confirmed that the copy of *Data Mining: Concepts and Techniques* labeled BCG-TB-0305 was counterfeit. Elsevier then returned BCG-TB-0305 to O+Z for storage.

11. On July 7, 2017, a member of my team purchased *Substance Abuse Counseling*, 5th edition, published by Pearson, from the third-party seller "TimBooks2017" on Amazon.com. A true and correct copy of the purchase confirmation is attached hereto as **Exhibit 5**. Upon receipt, I or a member of my team, catalogued the book (and applied Bates No. BCG-FEC-2332). We noted that the packaging that the book came in identified the shipper's address as 17058 Feather Lakeview Drive, Dallas, TX 77001. This address appears to be a combination of the two other addresses associated with IBB—17031 Feather Fall Lane, Houston, TX 77095 and 7058 Lakeview Haven Drive, Suite 110, Houston, TX 77095. Compare IBB's address reported to the State of Texas Secretary of State with IBB's Dep't of Homeland Security Importer Record produced to O+Z by Aramex New York Ltd, both of which are attached hereto as **Exhibit 6**. We sent BCG-FEC-2332 to Pearson's Intellectual Property Administrator, Diane Peirano, who confirmed that the copy of *Substance Abuse Counseling* labeled BCG-FEC-2332 was counterfeit. Pearson then returned BCG-FEC-2332 to O+Z for storage.

12. On June 5, 2017, a member of my team purchased *Macroeconomics: Principles, Problems & Policies*, 20th edition, published by MHE, from the third-party seller "textbooksonweb" on Abebooks.com. A true and correct copy of the purchase confirmation is

attached hereto as **Exhibit 7**. Upon receipt, I or a member of my team, catalogued the book (and applied Bates No. BCG-FEC-0750). We noted that the packaging that the book came in identified the shipper's address as 7056 Lakeview Haven Drive, Houston, TX 77095. We sent BCG-FEC-0750 to MHE's Senior Director of Anti-Piracy and Web Security, Steven Rosenthal, who confirmed that the copy of *Macroeconomics: Principles, Problems & Policies* labeled BCG-FEC-0750 was counterfeit. MHE then returned BCG-FEC-0750 to O+Z for storage.

13. On June 8, 2017, a member of my team purchased *Psychology*, 4th edition, published by Pearson, from the third-party seller "textbooksonweb" on Abebooks.com. A true and correct copy of the purchase confirmation is attached hereto as **Exhibit 8**. Upon receipt, I or a member of my team, catalogued the book (and applied Bates No. BCG-FEC-0844). We noted that the packaging that the book came in identified the shipper's address as 7058 Lakeview Haven Drive, Houston, TX 77095. We sent BCG-FEC-0844 to Diane Peirano at Pearson, who confirmed that the copy of *Psychology* labeled BCG-FEC-0844 was counterfeit. Pearson then returned BCG-FEC-0844 to O+Z for storage.

Counterfeit Textbooks Received from Follett Corp.

14. Publishers maintain relationships with various channel partners, including national retail and wholesale distributors, with the aim of protecting their brands and copyrighted content and removing counterfeits from the market. Through these relationships, certain distributors will provide copies of Publishers' textbooks that the distributors suspect are not legitimate. Publishers will inspect such books "surrendered" to them and, if found to be legitimate, O+Z or the respective Publisher will return the books to the distributor that surrendered them. If Publishers determine that the books surrendered are counterfeit, Publishers will not return the counterfeit books, and instead notify the distributor that the "surrendered"

books are counterfeit. Publishers also notify O+Z of their findings, the distributor from whom the counterfeit was received, and any information provided by the distributor, among other information. O+Z maintains this information on behalf of Publishers as part of its enforcement efforts for Publishers. Through this process, Follett Corp., a national wholesale book distributor, surrendered several counterfeit textbooks that it received from IBB.

15. O+Z received one copy of *Theory and Practice of Counseling and Psychotherapy*, 10th edition, published by Cengage, from Follett. The packaging provided by Follett shows that the book was shipped from 11210 Steeplecrest Drive, #206, Houston, TX 77065, to Follett's business entity "Millie's Books." Attached as **Exhibit 9** are photos of the packaging and cover of the copy of *Theory and Practice of Counseling and Psychotherapy* received from Follett. Cengage confirmed that the copy of *Theory and Practice of Counseling and Psychotherapy* received from Follett is counterfeit.

16. On February 28, 2017, Diane Peirano, at Pearson, similarly received surrenders of two of its textbooks from Follett—one copy of *Linear Algebra*, 5th edition, and three copies of *Applied Behavior Analysis*, 2nd edition. Information provided by Follett shows that all four copies were shipped by USPS to Follett from IBB's office at 11210 Steeplecrest Drive, #206, Houston, TX 77065. Ms. Peirano confirmed that the four textbooks surrendered by Follett are counterfeit.

I declare under penalty of perjury that the foregoing is true and correct.



Michael F. Candore

Executed this 31st day of October, 2017 in Washington, DC.